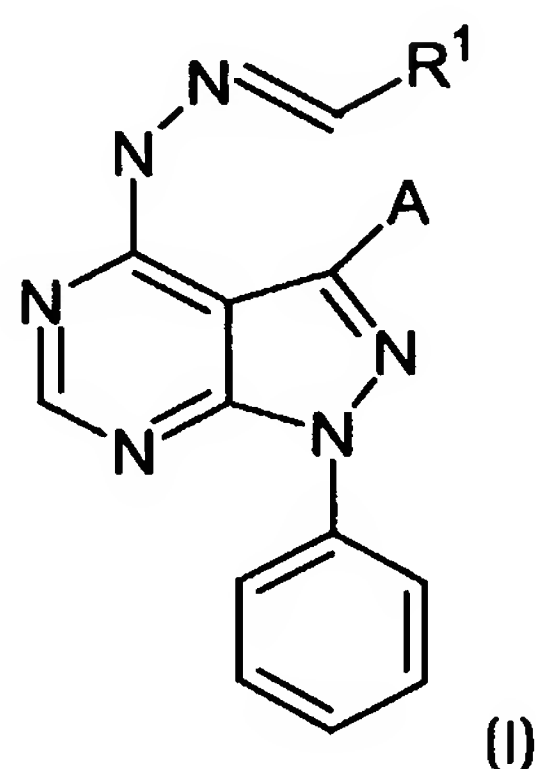


What is claimed is:

1. A method for the treatment or prophylaxis of a disease or condition, said disease or condition characterized by misregulation of a protein kinase, comprising administering of a compound of Formula (I):

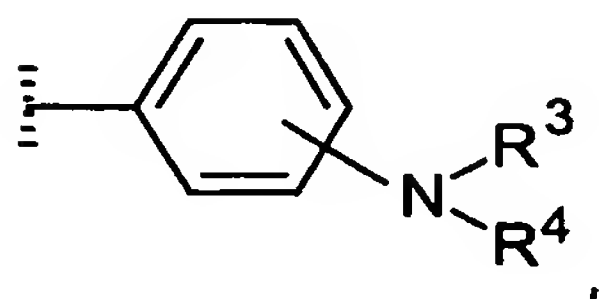


including salts, solvates, and pharmaceutically acceptable derivatives thereof,

wherein A is H, alkyl, or aryl;

R¹ is D¹, D², D³, D⁴, or D⁵,

wherein D¹ is



and R³ and R⁴ are each independently H, alkyl, alkylsulfonyl, or -C(O)-(CH₂)_x-R⁵,

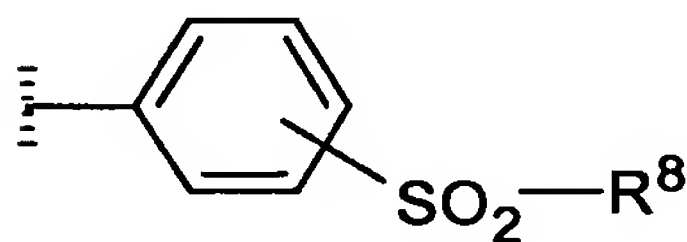
where R⁵ is alkyl, acyl, alkoxy, -(O)-(CH₂)_x-(O)-alkyl, or -NR⁶R⁷,

where R^6 and R^7 are each independently H or alkyl, or

R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or R^3 and R^4 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, alkoxy, acyl, or halogen;

wherein D^2 is



and R^8 is alkyl, or $-NR^9R^{10}$,

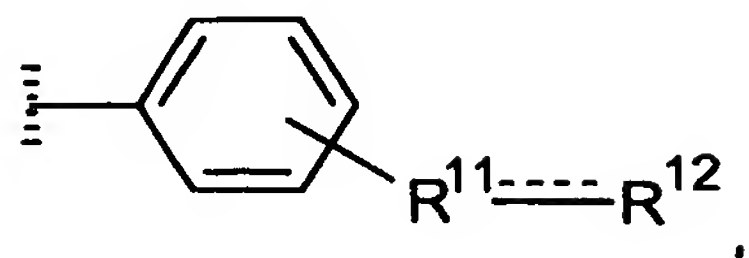
where R^9 and R^{10} are each independently selected from H, alkyl, or $-(CH_2)_x-$
 NR^6R^7 ,

where R^6 and R^7 are each independently H or alkyl,

or R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen;

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wherein D³ is



and

the dashed line represents an optional double bond;

when R¹¹ is $-(\text{CH}_2)_x$, the optional dashed double bond does not exist, and R¹² is alkylsulfonyl or $-\text{NR}^{13}\text{R}^{14}$,

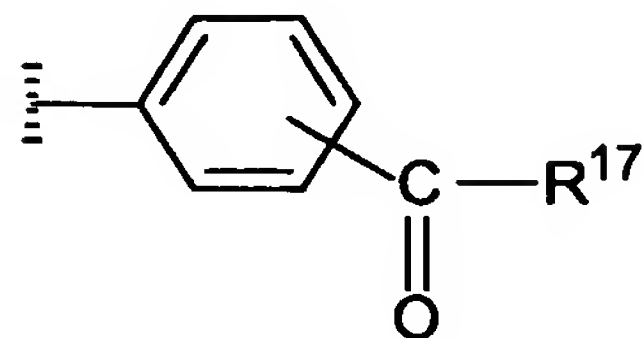
where R¹³ and R¹⁴ are each independently selected from H, alkyl, $-(\text{CH}_2)_x\text{---R}^{17}$, where R¹⁷ is alkoxy or $-\text{NR}^{15}\text{R}^{16}$,

where R¹⁵ and R¹⁶ are each independently H or alkyl,

or R¹³ and R¹⁴ combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl or $-(\text{CH}_2)_x\text{---OH}$;

when R¹¹ is $-(\text{CH})-$, the optional dashed double bond exists, and R¹² is $-(\text{CH})\text{---C(O)---OH}$;

wherein D⁴ is



and R¹⁷ is hydroxy, alkoxy, or $-\text{NR}^{18}\text{R}^{19}$,

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where R^{18} and R^{19} are each independently selected from H, alkyl, $-(CH_2)_x-R^{20}$,

where R^{20} is alkylsulfonyl, hydroxy, aryl said aryl optionally substituted with hydroxy or alkoxy, heteroaryl, or $-NR^{21}R^{22}$,

where R^{21} and R^{22} are each independently selected from H, acyl, alkyl,

or R^{21} and R^{22} combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with alkyl or $-(CH_2)_x-OH$;

or R^{18} and R^{19} combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with $-(CH_2)_x-R^{23}$,

where R^{23} is alkoxy, hydroxy, $-C(O)-R^{24}$, where R^{24} is a 5- or 6-membered ring optionally containing one or more heteroatoms and optionally containing one or more degrees of unsaturation, or $-NR^{25}R^{26}$, where R^{25} and R^{26} are each independently H or alkyl;

wherein D^5 is

a 5- or 6- membered ring, optionally containing one or more heteroatoms, optionally containing one or more degrees of unsaturation, optionally fused with an additional 5- or 6- membered ring that optionally contains one or more heteroatoms and optionally contains one or more degrees of unsaturation,

wherein the ring or fused ring system may be optionally substituted one or more times with halogen, alkyl, haloalkyl, alkylsulfonyl, alkylthio, hydroxy, alkoxy, oxo, sulfonyl, sulfate ion, nitro, cyano, carboxy, alkoxycarbonyl, aryl where said aryl may be optionally substituted with sulfamoyl, heteroaryl where said heteroaryl may be optionally substituted with alkyl, or $-NR^{27}R^{28}$,

where R^{27} and R^{28} are each independently H, alkyl, acyl, alkoxy, alkoxycarbonyl, carboxy, or $-(CH_2)_x-NR^{29}R^{30}$, where R^{29} and R^{30} are each independently selected from H and alkyl,

or R^{27} and R^{28} combine to form a 5- or 6- membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or $-(O)_y-(CH_2)_x-R^{31}$, where R^{31} is hydroxy, alkoxy, haloalkyl, aryl optionally substituted with halogen, or $-NR^{27}R^{28}$, where R^{27} and R^{28} are as defined above;

provided that if D^5 is phenyl, said phenyl must be substituted

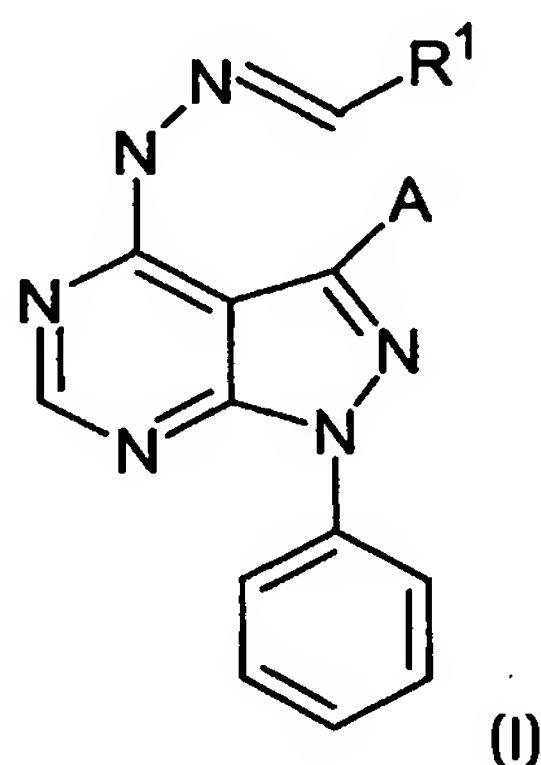
wherein for each occurrence, x independently is 0, 1, 2, or 3; and

wherein for each occurrence, y independently is 0 or 1.

2. The method of claim 1 wherein R^1 is D^5 ; and
 D^5 is pyridyl substituted one or more times with alkoxy, halogen, $-NR^{27}R^{28}$,
where R^{27} is H or alkyl, and
 R^{28} is H, alkyl, acyl, alkoxycarbonyl, or $-(CH_2)_x-NR^{29}R^{30}$,
where x is 2 and R^{29} and R^{30} are each alkyl, or
 $-(O)_y-(CH)_x-R^{31}$,
where y is 1, x is 2, and R^{31} is $-NR^{27}R^{28}$, where R^{27} and R^{28} are each alkyl.
3. The method of claim 1 wherein R^1 is D^5 ; and
 D^5 is quinolinyl.
4. The method of claim 1 wherein R^1 is D^5 ; and
 D^5 is piperadinyll optionally substituted with alkoxycarbonyl.
5. The method of claim 1 wherein R^1 is D^2 ; and
 R^8 is $-NR^9R^{10}$,
where R^9 is H, and
 R^{10} is H or $-(CH_2)_x-NR^6R^7$,
where x is 2 or 3, and
 R^6 and R^7 are each alkyl or
 R^6 and R^7 combine to form morpholinyl or pyrrolidinyl.

6. The method of claim 1 wherein R^1 is D^4 ; and
 R^{17} is hydroxy or $-NR^{18}R^{19}$,
where R^{18} is H or alkyl, and
 R^{19} is $-(CH_2)_x-R^{20}$,
where x is 2 or 3, and
 R^{20} is alkylsulfonyl, pyridyl, imidazolyl, or $-NR^{21}R^{22}$,
where R^{21} and R^{22} are each H or alkyl, or
 R^{21} and R^{22} combine to form piperidinyl, pyrrolidinyl,
morpholinyl, or piperazinyl, each optionally substituted
with alkyl, or
 R^{18} and R^{19} combine to form piperizinyl optionally substituted with
 $-(CH_2)_x-R^{23}$,
where x is 2 and R^{23} is alkoxy or $-NR^{25}R^{26}$,
where R^{25} and R^{26} are each alkyl.
7. The method of claim 1 wherein R^1 is D^5 ; and
 D^5 is phenyl substituted one or more times with alkoxycarbonyl, hydroxy,
halogen, alkoxy, carboxy, or $-(O)_y-(CH_2)_x-R^{31}$,
where y is 0 or 1,
 x is 1 or 2, and
 R^{31} is hydroxy.
8. The method of claim 1 wherein the kinase is a serine/threonine kinase.
9. The method of claim 1 wherein the kinase is GSK3.
10. The method of claim 1 wherein the kinase is a tyrosine kinase.
11. The method of claim 1 wherein the kinase is TIE2.

12. The method of claim 1 wherein the disease or condition is type 2 diabetes, hyperlipidemia, obesity, CNS disorders, neurotraumatic injuries, immune potentiation, baldness or hair loss, atherosclerotic cardiovascular disease, hypertension, polycystic ovary syndrome, ischemia, immunodeficiency, or cancer.
13. The method of claim 1 wherein the disease or condition is type 2 diabetes and the method further comprises administering at least one additional anti-diabetic agent.
14. Use of a compound a compound of Formula (I):

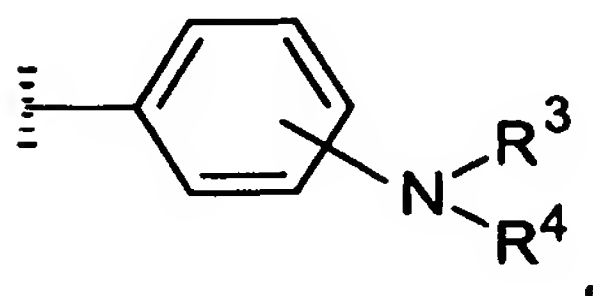


including salts, solvates, and pharmaceutically acceptable derivatives thereof,

wherein A is H, alkyl, or aryl;

R¹ is D¹, D², D³, D⁴, or D⁵,

wherein D¹ is



and R^3 and R^4 are each independently H, alkyl, alkylsulfonyl, or $-C(O)-(CH_2)_x-R^5$,

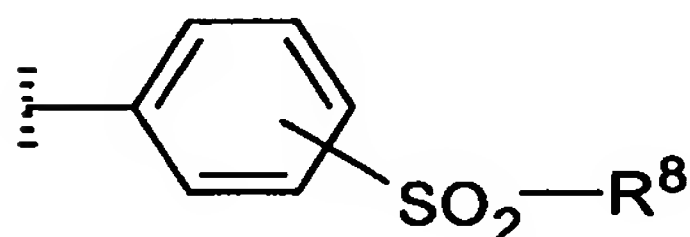
where R^5 is alkyl, acyl, alkoxy, $-(O)-(CH_2)_x-(O)-$ alkyl, or $-NR^6R^7$,

where R^6 and R^7 are each independently H or alkyl, or

R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or R^3 and R^4 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, alkoxy, acyl, or halogen;

wherein D^2 is



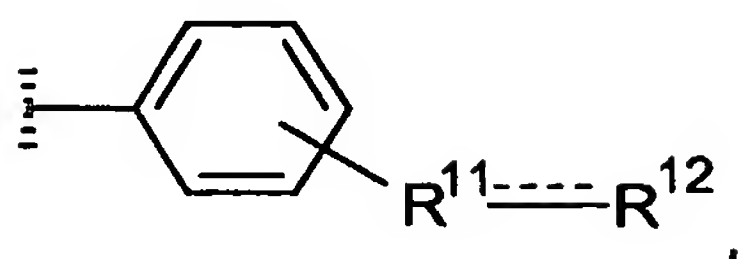
and R^8 is alkyl, or $-NR^9R^{10}$,

where R^9 and R^{10} are each independently selected from H, alkyl, or $-(CH_2)_x-NR^6R^7$,

where R^6 and R^7 are each independently H or alkyl,

or R^6 and R^7 combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen;

wherein D³ is



and

the dashed line represents an optional double bond;

when R¹¹ is $-(\text{CH}_2)_x$, the optional dashed double bond does not exist, and R¹² is alkylsulfonyl or $-\text{NR}^{13}\text{R}^{14}$,

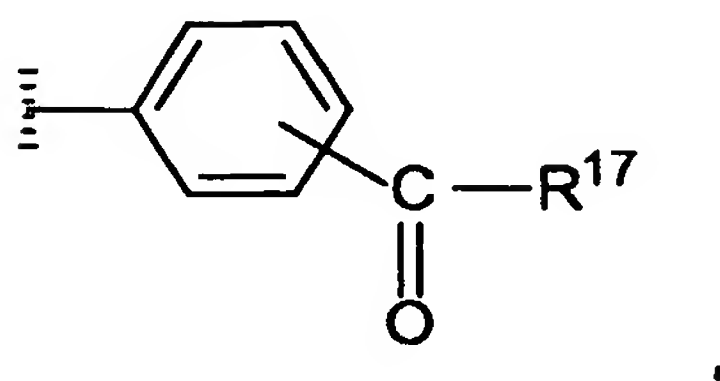
where R¹³ and R¹⁴ are each independently selected from H, alkyl, $-(\text{CH}_2)_x\text{---R}^{17}$, where R¹⁷ is alkoxy or $-\text{NR}^{15}\text{R}^{16}$,

where R¹⁵ and R¹⁶ are each independently H or alkyl,

or R¹³ and R¹⁴ combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl or $-(\text{CH}_2)_x\text{---OH}$;

when R¹¹ is $-(\text{CH})-$, the optional dashed double bond exists, and R¹² is $-(\text{CH})\text{---C(=O)---OH}$;

wherein D⁴ is



and R¹⁷ is hydroxy, alkoxy, or $-\text{NR}^{18}\text{R}^{19}$,

where R^{18} and R^{19} are each independently selected from H, alkyl, $-(CH_2)_x-R^{20}$,

where R^{20} is alkylsulfonyl, hydroxy, aryl said aryl optionally substituted with hydroxy or alkoxy, heteroaryl, or $-NR^{21}R^{22}$,

where R^{21} and R^{22} are each independently selected from H, acyl, alkyl,

or R^{21} and R^{22} combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with alkyl or $-(CH_2)_x-OH$;

or R^{18} and R^{19} combine to form a 5- or 6-membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted with $-(CH_2)_x-R^{23}$,

where R^{23} is alkoxy, hydroxy, $-C(O)-R^{24}$, where R^{24} is a 5- or 6-membered ring optionally containing one or more heteroatoms and optionally containing one or more degrees of unsaturation, or $-NR^{25}R^{26}$, where R^{25} and R^{26} are each independently H or alkyl;

wherein D^5 is

a 5- or 6- membered ring, optionally containing one or more heteroatoms, optionally containing one or more degrees of unsaturation, optionally fused with an additional 5- or 6- membered ring that optionally contains one or more heteroatoms and optionally contains one or more degrees of unsaturation,

wherein the ring or fused ring system may be optionally substituted one or more times with halogen, alkyl, haloalkyl, alkylsulfonyl, alkylthio, hydroxy, alkoxy, oxo, sulfonyl, sulfate ion, nitro, cyano, carboxy, alkoxycarbonyl, aryl where said aryl may be optionally substituted with sulfamoyl, heteroaryl where said heteroaryl may be optionally substituted with alkyl, or $-NR^{27}R^{28}$,

where R^{27} and R^{28} are each independently H, alkyl, acyl, alkoxy, alkoxycarbonyl, carboxy, or $-(CH_2)_x-NR^{29}R^{30}$, where R^{29} and R^{30} are each independently selected from H and alkyl,

or R^{27} and R^{28} combine to form a 5- or 6- membered ring, optionally containing one or more additional heteroatoms, optionally containing one or more degrees of unsaturation, and optionally substituted one or more times with alkyl, hydroxy, carboxy, acyl, alkoxy, or halogen,

or $-(O)_y-(CH_2)_x-R^{31}$, where R^{31} is hydroxy, alkoxy, haloalkyl, aryl optionally substituted with halogen, or $-NR^{27}R^{28}$, where R^{27} and R^{28} are as defined above;

provided that if D^5 is phenyl, said phenyl must be substituted

wherein for each occurrence, x independently is 0, 1, 2, or 3; and

wherein for each occurrence, y independently is 0 or 1;

in the preparation of a medicament for use in the treatment of a disease or condition wherein said disease or condition is characterized by misregulation of one or more protein kinase.

15. The use of claim 14 wherein the kinase is a serine/threonine kinase.
16. The method of claim 14 wherein the kinase is GSK3.
17. The method of claim 14 wherein the kinase is a tyrosine kinase.
18. The method of claim 14 wherein the kinase is TIE2.
19. The use of claim 14 wherein the disease or condition is type 2 diabetes, hyperlipidemia, obesity, CNS disorders, neurotraumatic injuries, immune potentiation, baldness or hair loss, atherosclerotic cardiovascular disease, hypertension, polycystic ovary syndrome, ischemia, immunodeficiency, or cancer.
20. The method of claim 1 wherein A is H.